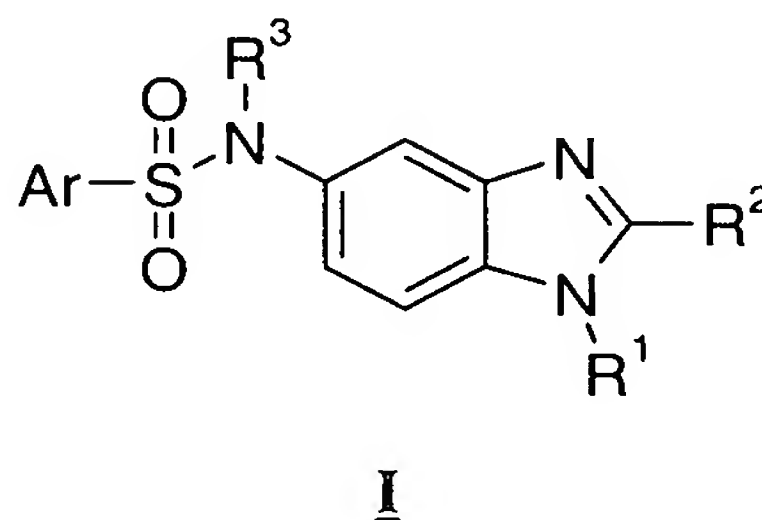


Amendments to the Claims:

This listing of claims will replace all prior versions, and listings, of claims in the application:

Listing of Claims:

1. (original) A compound of Formula I or a pharmaceutically acceptable salt thereof:



wherein

R¹ is selected from C₁₋₁₀alkyl, C₂₋₁₀alkenyl, C₃₋₁₀cycloalkyl-C₁₋₄alkyl, C₄₋₈cycloalkenyl-C₁₋₄alkyl, C₃₋₆heterocycloalkyl-C₁₋₄alkyl, C₃₋₁₀cycloalkyl, C₄₋₈cycloalkenyl, and C₃₋₆heterocycloalkyl, wherein said C₁₋₁₀alkyl, C₂₋₁₀alkenyl, C₃₋₁₀cycloalkyl-C₁₋₄alkyl, C₄₋₈cycloalkenyl-C₁₋₄alkyl, C₃₋₆heterocycloalkyl-C₁₋₄alkyl, C₃₋₁₀cycloalkyl, C₄₋₈cycloalkenyl, and C₃₋₆heterocycloalkyl used in defining R¹ is optionally substituted by one or more groups selected from halogen, cyano, nitro, methoxy, ethoxy, methyl, ethyl, hydroxy and amino;

R² is selected from C₁₋₁₀alkyl, C₂₋₁₀alkenyl, C₃₋₁₀cycloalkyl, C₃₋₁₀cycloalkyl-C₁₋₄alkyl, and C₄₋₈cycloalkenyl-C₁₋₄alkyl, wherein said C₁₋₁₀alkyl, C₂₋₁₀alkenyl, C₃₋₁₀cycloalkyl, C₃₋₁₀cycloalkyl-C₁₋₄alkyl, and C₄₋₈cycloalkenyl-C₁₋₄alkyl used in defining R² is optionally substituted by one or more groups selected from halogen, methoxy, ethoxy, methyl, ethyl, hydroxy, and amino;

R³ is selected from -H, C₁₋₆alkyl, C₂₋₆alkenyl, C₃₋₆cycloalkyl, and C₃₋₆cycloalkyl-C₁₋₄alkyl; and

Ar is selected from C₆₋₁₀aryl and C₃₋₆heteroaryl, wherein said C₆₋₁₀aryl and C₃₋₆heteroaryl are optionally substituted with one or more groups selected from C₁₋₃alkyl, C₁₋₆alkoxy, C₁₋₆alkylaminocarbonyl and halogen.

2. (original) A compound as claimed in claim 1, wherein

R¹ is selected from C₁₋₆alkyl, C₂₋₆alkenyl, C₃₋₆cycloalkyl-C₁₋₄alkyl, C₄₋₆cycloalkenyl-C₁₋₄alkyl and C₃₋₆heterocycloalkyl-C₁₋₄alkyl, wherein said C₁₋₆alkyl, C₂₋₆alkenyl, C₃₋₆cycloalkyl-C₁₋₄alkyl, C₄₋₆cycloalkenyl-C₁₋₄alkyl and C₃₋₆heterocycloalkyl-C₁₋₄alkyl used in defining R¹ is optionally substituted by one or more groups selected from halogen, methoxy, ethoxy, methyl, hydroxy and amino;

R² is selected from C₁₋₆alkyl, C₂₋₆alkenyl, C₃₋₆cycloalkyl, C₃₋₆cycloalkyl-C₁₋₄alkyl, and C₄₋₆cycloalkenyl-C₁₋₄alkyl, wherein said C₁₋₆alkyl, C₂₋₆alkenyl, C₃₋₆cycloalkyl, C₃₋₆cycloalkyl-C₁₋₄alkyl, and C₄₋₆cycloalkenyl-C₁₋₄alkyl used in defining R² is optionally substituted by one or more groups selected from halogen, methoxy, ethoxy and hydroxy;

R³ is selected from –H and C₁₋₃alkyl; and

Ar is selected from phenyl and C₃₋₆heteroaryl, wherein said phenyl and C₃₋₆heteroaryl are optionally substituted with one or more groups selected from methyl, methoxy, fluoro, chloro, bromo and iodo.

3. (original) A compound as claimed claim 1,

R¹ is selected from cyclopentyl-methyl, cyclohexyl-methyl, cyclobutyl-methyl, cyclopropylmethyl, 4,4-difluorocyclohexanemethyl, tetrahydropyranylmethyl, tetrahydrofuranylmethyl, morpholinyl-methyl, piperdinyethyl, N-methyl-piperdinylmethyl and piperdinylmethyl;

R² is selected from t-butyl, n-butyl, 2-methyl-2-butyl, isopentyl, 2-hydroxy-propyl, 2-methoxy-2-propyl, 1-methyl-propyl, 1,1-dimethyl-propyl, 1,1-dimethyl-3-buten-1-yl, trifluoromethyl, 1,1-difluoroethyl, 2,2,2-trifluoroethyl, ethyl, and 2-propyl;

R³ is selected from –H and methyl; and

Ar is selected from phenyl, pyridyl, pyrimidyl, thiazolyl, thienyl, isoxazolyl, imidazolyl, and pyrazolyl, wherein said phenyl, pyridyl, pyrimidyl, thiazolyl, thienyl, isoxazolyl, imidazolyl, and pyrazolyl are optionally substituted with one or more groups selected from methyl, methoxy, fluoro and chloro.

4. (original) A compound as claimed in claim 1, wherein

R¹ is cyclohexyl-methyl, tetrahydropyranylmethyl and 4,4-difluorocyclohexanemethyl;

R² is t-butyl and 1,1-difluoroethyl;

R³ is selected from –H and methyl; and

Ar is selected from phenyl, pyridyl, thiazolyl, thienyl, isoxazolyl, imidazolyl, and pyrazolyl, wherein said phenyl, pyridyl, thiazolyl, thienyl, isoxazolyl, imidazolyl, and pyrazolyl are optionally substituted with one or more methyl groups.

5. (original) A compound selected from:

N-[2-*tert*-Butyl-1-(cyclohexylmethyl)-1*H*-benzimidazol-5-yl]thiophene-2-sulfonamide;

N-[2-*tert*-Butyl-1-(cyclohexylmethyl)-1*H*-benzimidazol-5-yl]-*N*-methylthiophene-2-sulfonamide;

N-(1-Benzyl-2-*tert*-butyl-1*H*-benzimidazol-5-yl)-*N*-methylbenzenesulfonamide;

N-[2-*tert*-Butyl-1-(cyclohexylmethyl)-1*H*-benzimidazol-5-yl]-*N*,3,5-trimethylisoxazole-4-sulfonamide;

N-[2-*tert*-Butyl-1-(cyclohexylmethyl)-1*H*-benzimidazol-5-yl]-*N*,1,2-trimethyl-1*H*-imidazole-4-sulfonamide;

N-[2-*tert*-Butyl-1-(cyclohexylmethyl)-1*H*-benzimidazol-5-yl]-*N*,1,3,5-tetramethyl-1*H*-pyrazole-4-sulfonamide;

N-[2-*tert*-butyl-1-(cyclohexylmethyl)-1*H*-benzimidazol-5-yl]benzene sulphonamide;

N-[1-(cyclohexylmethyl)-2-ethyl-1*H*-benzimidazol-5-yl]benzenesulfonamide;

N-[1-(cyclohexylmethyl)-2-isopropyl-1*H*-benzimidazol-5-yl]benzene sulphonamide;

N-[1-(cyclohexylmethyl)-2-(1-methylcyclopropyl)-1*H*-benzimidazol-5-yl]benzenesulfonamide;

N-[1-(cyclohexylmethyl)-2-(1,1-dimethylpropyl)-1*H*-benzimidazol-5-yl]-benzenesulfonamide;

N-[1-(cyclohexylmethyl)-2-(1,1-dimethyl-3-butenyl)-1*H*-benzimidazol-5-yl]-benzenesulfonamide;

N-[1-(cyclohexylmethyl)-2-(1,1-dimethylethyl)-1*H*-benzimidazol-5-yl]-*N*-methylbenzenesulfonamide;

N-[1-(cyclohexylmethyl)-2-ethyl-1*H*-benzimidazol-5-yl]-*N*-methyl-benzene sulphonamide;

N-[1-(cyclohexylmethyl)-2-isopropyl-1*H*-benzimidazol-5-yl]-*N*-methyl-benzene sulphonamide;

N-[1-(cyclohexylmethyl)-2-(1-methylcyclopropyl)-1*H*-benzimidazol-5-yl]-*N*-methyl-benzenesulfonamide;

N-[2-(1,1-dimethylethyl)-1-[(tetrahydro-2*H*-pyran-4-yl)methyl]-1*H*-benzimidazol-5-yl]-benzenesulfonamide;

N-[2-(1,1-dimethylethyl)-1-[(tetrahydro-2-furanyl)methyl]-1*H*-benzimidazol-5-yl]-benzenesulfonamide;

N-[1-(cyclobutylmethyl)-2-(1,1-dimethylethyl)-1*H*-benzimidazol-5-yl]-benzenesulfonamide;

N-[1-(cyclopropylmethyl)-2-(1,1-dimethylethyl)-1*H*-benzimidazol-5-yl]-benzenesulfonamide;

N-[2-*tert*-Butyl-1-(tetrahydro-2*H*-pyran-4-ylmethyl)-1*H*-benzimidazol-5-yl]-*N*-methylbenzenesulfonamide;

N-[2-*tert*-Butyl-1-(tetrahydro-2*H*-pyran-2-ylmethyl)-1*H*-benzimidazol-5-yl]-*N*-methylbenzenesulfonamide;

N-[1-(cyclohexylmethyl)-2-(1-hydroxy-1-methylethyl)-1*H*-benzimidazol-5-yl]-benzenesulfonamide;

N-[1-(cyclohexylmethyl)-2-(1-methoxy-1-methylethyl)-1*H*-benzimidazol-5-yl]-*N*-methyl-benzenesulfonamide;

N-[1-(cyclohexylmethyl)-2-(1-methoxy-1-methylethyl)-1*H*-benzimidazol-5-yl]—benzenesulfonamide;

N-[2-*tert*-butyl-1-(cyclohexylmethyl)-1*H*-benzimidazol-5-yl]-*N*,1-dimethyl-1*H*-imidazole-4-sulfonamide;

N-(5-{[[2-*tert*-Butyl-1-(cyclohexylmethyl)-1*H*-benzimidazol-5-yl](methyl)amino]sulfonyl}-4-methyl-1,3-thiazol-2-yl)acetamide;

N-[2-*tert*-Butyl-1-(cyclohexylmethyl)-1*H*-benzimidazol-5-yl]-*N*-methylpyridine-3-sulfonamide;

N-[2-*tert*-Butyl-1-(cyclohexylmethyl)-1*H*-benzimidazol-5-yl]-*N*,1,2-trimethyl-1*H*-imidazole-5-sulfonamide;

N-[2-*tert*-Butyl-1-(tetrahydro-2*H*-pyran-4-ylmethyl)-1*H*-benzimidazol-5-yl]-*N*,1,2-trimethyl-1*H*-imidazole-5-sulfonamide;

Ethyl 4-{ [[2-*tert*-butyl-1-(tetrahydro-2*H*-pyran-4-yl)methyl]-1*H*-benzimidazol-5-yl](methyl)amino]sulfonyl }-3,5-dimethyl-1*H*-pyrrole-2-carboxylate;
N-[2-*tert*-Butyl-1-(tetrahydro-2*H*-pyran-4-yl)methyl]-1*H*-benzimidazol-5-yl]-4-(hydroxymethyl)-*N*-methylbenzenesulfonamide;
N-[2-*tert*-Butyl-1-(tetrahydro-2*H*-pyran-4-yl)methyl]-1*H*-benzimidazol-5-yl]-*N*-methyl-4-(1*H*-1,2,3-triazol-1-yl)methyl)benzenesulfonamide;
N-[2-*tert*-Butyl-1-(tetrahydro-2*H*-pyran-4-yl)methyl]-1*H*-benzimidazol-5-yl]-4-{ [(2-hydroxyethyl)amino]methyl }-*N*-methylbenzenesulfonamide;
N-[2-*tert*-Butyl-1-(cyclopentylmethyl)-1*H*-benzimidazol-5-yl]-*N*-methylbenzenesulfonamide;
N-[2-*tert*-Butyl-1-(2-cyclohexylethyl)-1*H*-benzimidazol-5-yl]-*N*-methylbenzenesulfonamide;
N-[1-(1-Benzylpyrrolidin-3-yl)-2-*tert*-butyl-1*H*-benzimidazol-5-yl]-*N*-methylbenzenesulfonamide;
N-{ 2-*tert*-Butyl-1-[(4,4-difluorocyclohexyl)methyl]-1*H*-benzimidazol-5-yl }-*N*-methylbenzenesulfonamide;
N-[2-*tert*-Butyl-1-(pyridin-4-yl)methyl]-1*H*-benzimidazol-5-yl]-*N*-methylbenzenesulfonamide;
N-methyl-*N*-[1-(tetrahydro-2*H*-pyran-4-yl)methyl)-2-(trifluoromethyl)-1*H*-benzimidazol-5-yl]benzenesulfonamide;
N-[2-(1,1-difluoroethyl)-1-(tetrahydro-2*H*-pyran-4-yl)methyl)-1*H*-benzimidazol-5-yl]-*N*-methylbenzenesulfonamide;
N-methyl-*N*-[1-(tetrahydro-2*H*-pyran-4-yl)methyl)-2-(2,2,2-trifluoroethyl)-1*H*-benzimidazol-5-yl]benzenesulfonamide;
N-[1-(cyclohexylmethyl)-2-(1-ethylpropyl)-1*H*-benzimidazol-5-yl]benzenesulfonamide;
N-[1-(cyclohexylmethyl)-2-(1-ethylpropyl)-1*H*-benzimidazol-5-yl]-*N*-methylbenzenesulfonamide;
N-[2-*tert*-butyl-1-(cyclohexylmethyl)-1*H*-benzimidazol-5-yl]-*N*-ethylbenzenesulfonamide;
N-methyl-*N*-[2-(1-methyl-1-pyridin-2-ylethyl)-1-(tetrahydro-2*H*-pyran-4-yl)methyl)-1*H*-benzimidazol-5-yl]benzenesulfonamide;

N-[2-(1-cyano-1-methylethyl)-1-(tetrahydro-2*H*-pyran-4-ylmethyl)-1*H*-benzimidazol-5-yl]-*N*-methylbenzenesulfonamide;
N-methyl-*N*-[2-propyl-1-(tetrahydro-2*H*-pyran-4-ylmethyl)-1*H*-benzimidazol-5-yl]benzenesulfonamide;
N-[2-butyl-1-(tetrahydro-2*H*-pyran-4-ylmethyl)-1*H*-benzimidazol-5-yl]-*N*-methylbenzenesulfonamide;
N-[2-*tert*-butyl-1-(tetrahydro-2*H*-pyran-4-ylmethyl)-1*H*-benzimidazol-5-yl]-*N*-ethylbenzenesulfonamide;
N-ethyl-*N*-[2-(1-methoxy-1-methylethyl)-1-(tetrahydro-2*H*-pyran-4-ylmethyl)-1*H*-benzimidazol-5-yl]benzenesulfonamide;
and pharmaceutically acceptable salts thereof.

6. (canceled) .

7. (canceled)

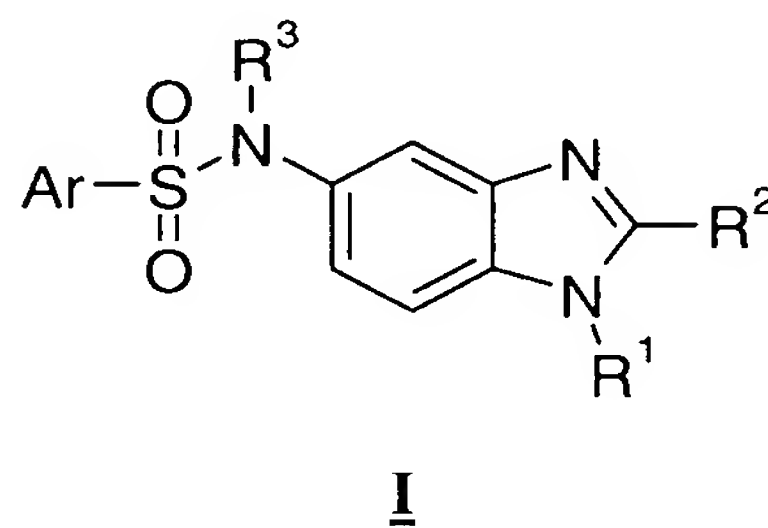
8. (currently amended) ~~The use of a compound according to any one of claims 1-5 in the manufacture of a medicament~~A method for the treatment of anxiety disorders in a warm-blooded animal, comprising the step of administering to said animal in need of such treatment a therapeutically effective amount of a compound according to claim 1.

9. (currently amended) ~~The use of a compound according to any one of claims 1-5 in the manufacture of a medicament~~A method for the treatment of cancer, multiple sclerosis, Parkinson's disease, cancer, Huntington's chorea, Alzheimer's disease, gastrointestinal disorders and cardiovascular disorders in a warm-blooded animal, comprising the step of administering to said animal in need of such treatment a therapeutically effective amount of a compound according to claim 1.

10. (currently amended) A pharmaceutical composition comprising a compound according to ~~any one of claims 1-5~~claim 1 and a pharmaceutically acceptable carrier.

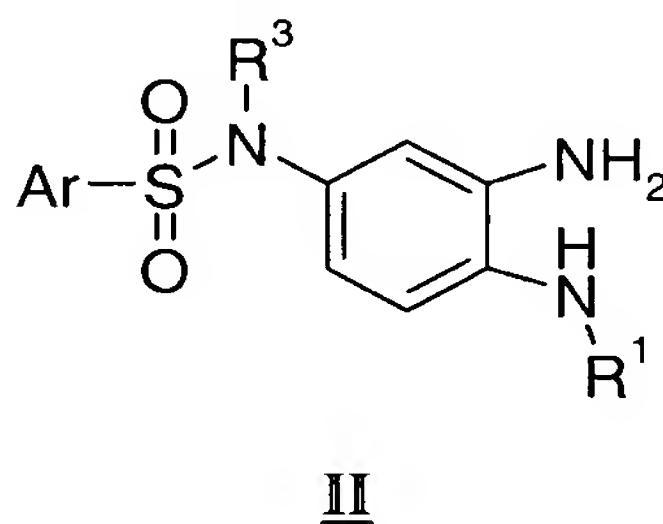
11. (currently amended) A method for the therapy of pain in a warm-blooded animal, comprising the step of administering to said animal in need of such therapy a therapeutically effective amount of a compound according to ~~any one of claims 1-5~~ claim 1.

12. (original) A method of preparing a compound of Formula I,



comprising:

reacting a compound of Formula II,



with a compound of R²COX, in the presence of a base, such as an alkylamine, and optionally a coupling reagent, such as HATU, EDC;
wherein

X is selected from Cl, Br, F and OH;

R¹ is selected from C₁₋₁₀alkyl, C₂₋₁₀alkenyl, C₃₋₁₀cycloalkyl-C₁₋₄alkyl, C₄₋₈cycloalkenyl-C₁₋₄alkyl, C₃₋₆heterocycloalkyl-C₁₋₄alkyl, C₃₋₁₀cycloalkyl, C₄₋₈cycloalkenyl, and C₃₋₆heterocycloalkyl, wherein said C₁₋₁₀alkyl, C₂₋₁₀alkenyl, C₃₋₁₀cycloalkyl-C₁₋₄alkyl, C₄₋₈cycloalkenyl-C₁₋₄alkyl, C₃₋₆heterocycloalkyl-C₁₋₄alkyl, C₃₋₁₀cycloalkyl, C₄₋₈cycloalkenyl, and C₃₋₆heterocycloalkyl used in defining R¹ is optionally substituted by one or more groups selected from halogen, cyano, nitro, methoxy, ethoxy, methyl, ethyl, hydroxy and amino;

R² is selected from C₁₋₁₀alkyl, C₂₋₁₀alkenyl, C₃₋₁₀cycloalkyl, C₃₋₁₀cycloalkyl-C₁₋₄alkyl, and C₄₋₈cycloalkenyl-C₁₋₄alkyl, wherein said C₁₋₁₀alkyl, C₂₋₁₀alkenyl, C₃₋₁₀cycloalkyl, C₃₋₁₀cycloalkyl-C₁₋₄alkyl, and C₄₋₈cycloalkenyl-C₁₋₄alkyl used in

defining R² is optionally substituted by one or more groups selected from halogen, methoxy, ethoxy, methyl, ethyl, hydroxy, and amino;

R³ is selected from –H, C₁₋₆alkyl, C₂₋₆alkenyl, C₃₋₆cycloalkyl, and C₃₋₆cycloalkyl-C₁₋₄alkyl; and

Ar is selected from C₆₋₁₀aryl and C₃₋₆heteroaryl, wherein said C₆₋₁₀aryl and C₃₋₆heteroaryl are optionally substituted with one or more groups selected from C₁₋₃alkyl, C₁₋₆alkoxy, C₁₋₆alkylaminocarbonyl and halogen.

13. (New) A method for the therapy of pain in a warm-blooded animal, comprising the step of administering to said animal in need of such therapy a therapeutically effective amount of a compound according to claim 2.

14. (New) A method for the therapy of pain in a warm-blooded animal, comprising the step of administering to said animal in need of such therapy a therapeutically effective amount of a compound according to claim 3.

15. (New) A method for the therapy of pain in a warm-blooded animal, comprising the step of administering to said animal in need of such therapy a therapeutically effective amount of a compound according to claim 4.

16. (New) A method for the therapy of pain in a warm-blooded animal, comprising the step of administering to said animal in need of such therapy a therapeutically effective amount of a compound according to claim 5.